

**OAKLAND COUNTY'S BRIEF IN OPPOSITION TO MOTION OF THE
OFFICIAL COMMITTEE OF RETIREES TO COMPEL PRODUCTION OF A
PRIVILEGE LOG**

Exhibit 2

April 23, 2014 Letter from Macomb County's counsel

ALLAN S. BRILLIANT

allan.brilliant@dechert.com
+1 212 698 3600 Direct
+1 212 698 0612 Fax

April 23, 2014

VIA E-MAIL

Amy Caton, Esq.
Gregory Horowitz, Esq.
Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, New York 10036

Re: *In re City of Detroit, Michigan*, Case No. 13-53846

Dear Amy and Greg:

I am writing on behalf of my firm's client, Macomb County, by and through its County Agency, the Macomb County Public Works Commissioner, as well as on behalf of Wayne and Oakland Counties (collectively, the "**Counties**"), regarding the subpoenas served by Nuveen Asset Management and Blackrock Financial Management, Inc. (the "**Ad Hoc Bondholders**") on the Counties, dated April 11, 2014 [Docket No. 4002] (the "**Subpoenas**"). We appreciated the opportunity to discuss the Counties' responses to the Subpoenas with you on Monday. Below, I outline what we discussed and agreed to during the call.

First, we agreed that the Counties will produce documents dated February 1, 2013 or later. We further agreed that a privilege log will not be necessary and that the Counties need not produce any documents that are available publically or that can be accessed through the City of Detroit's (the "**City**") data room. Finally, we agreed to discuss entering into a protective order at a later time if the Counties determine that any responsive documents are of a sensitive or confidential nature. Thank you for your cooperation on these preliminary matters.

In addition to the specific agreements as to each document request detailed below, I note that the Counties understand that the Ad Hoc Bondholder's top priority is receiving any communications between the City and any of the Counties regarding the subjects

19243187.2.BUSINESS

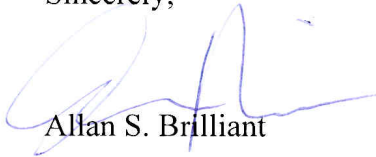
US Austin Boston Charlotte Hartford Los Angeles New York Orange County Philadelphia Princeton San Francisco Silicon Valley
Washington DC EUROPE Brussels Dublin Frankfurt London Luxembourg Moscow Munich Paris ASIA Beijing Hong Kong

referenced in the Subpoenas, including but not limited to, the creation of a Regional Authority and DWSD pension liabilities. To that end, the Counties agree to produce those communications.

- Document Request No. 1: We agreed that the Counties will produce studies and/or analyses not protected by any privilege or the work product doctrine, including the inter-county analysis of the expenses and the capital studies performed by the Counties.
- Document Request No. 2: Regarding this request, you confirmed that the Ad Hoc Bondholders are interested in any analysis of the real extent of pension underfunding, how the underfunding is calculated and if the City is improperly allocating employees to the DWSD. We agreed that the Counties will produce any documents not protected by any privilege or the work product doctrine reflecting any communications with the City on this topic.
- Document Request No. 3: We agreed that the Counties will produce all analyses not protected by any privilege or the work product doctrine to the extent they exist.
- Document Requests Nos. 4 and 5: We agreed that the Counties will produce documents not protected by any privilege or the work product doctrine reflecting communications with the City.
- Document Request No. 6: We agreed that the Counties will produce any documents not protected by any privilege or the work product doctrine to the extent they exist, but it is unlikely that there are any responsive documents.

On a final note, we have been informed that the prevailing interpretation of the Fourth Amended Order Establishing Procedures, Deadlines and Hearing Dates Relating to the Debtor's Plan of Adjustment [Docket No. 4202] is that all discovery responses and objections are due on May 6, 2014. Consistent with that interpretation, we will be providing you with our responses and objections on May 6, 2014.

Sincerely,



Allan S. Brilliant

ASB

cc: Joseph M. Fischer, Esq.
R. Craig Hupp, Esq.
Max Newman, Esq.
Jaye Quadrozzi, Esq.
Robert A. Weisberg, Esq.